

FORM B1 <div style="text-align: center; margin-top: 10px;"> United States Bankruptcy Court Eastern District of Pennsylvania </div>		Voluntary Petition																									
Name of Debtor (if individual, enter Last, First, Middle): Reading Broadcasting, Inc .		Name of Joint Debtor (Spouse) (Last, First, Middle):																									
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 6 years (include married, maiden, and trade names):																									
Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all): 23-2057139		Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all):																									
Street Address of Debtor (No. & Street, City, State & Zip Code): 1729 North 11th Street Reading, PA 19604		Street Address of Joint Debtor (No. & Street, City, State & Zip Code):																									
County of Residence or of the Principal Place of Business: Berks		County of Residence or of the Principal Place of Business:																									
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):																									
Location of Principal Assets of Business Debtor (if different from street address above):																											
<div style="text-align: center; font-weight: bold; margin-bottom: 10px;"> Information Regarding the Debtor (Check the Applicable Boxes) </div> <div> <div style="display: flex; justify-content: space-between;"> <div style="width: 48%;"> <p>Venue (Check any applicable box)</p> <p><input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.</p> <p><input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> </div> <div style="width: 48%;"> <p style="text-align: center;">Type of Debtor (Check all boxes that apply)</p> <div style="display: flex; justify-content: space-between;"> <div style="width: 48%;"> <input type="checkbox"/> Individual(s) <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Other _____ </div> <div style="width: 48%;"> <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank </div> </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div style="width: 48%;"> <p style="text-align: center;">Nature of Debts (Check one box)</p> <p><input type="checkbox"/> Consumer/Non-Business <input checked="" type="checkbox"/> Business</p> </div> <div style="width: 48%;"> <p style="text-align: center;">Chapter or Section of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <div style="display: flex; justify-content: space-between;"> <div style="width: 48%;"> <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Sec. 304 - Case ancillary to foreign proceeding </div> <div style="width: 48%;"> <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 </div> </div> </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div style="width: 48%;"> <p style="text-align: center;">Chapter 11 Small Business (Check all boxes that apply)</p> <p><input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101</p> <p><input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C. § 1121(e) (Optional)</p> </div> <div style="width: 48%;"> <p style="text-align: center;">Filing Fee (Check one box)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached</p> <p><input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 3.</p> </div> </div> </div> </div>																											
Statistical/Administrative Information (Estimates only)			THIS SPACE IS FOR COURT USE ONLY																								
<p><input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.</p>																											
<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 25%;">Estimated Number of Creditors</td> <td style="width: 12.5%; text-align: center;">1-15 <input type="checkbox"/></td> <td style="width: 12.5%; text-align: center;">16-49 <input type="checkbox"/></td> <td style="width: 12.5%; text-align: center;">50-99 <input checked="" type="checkbox"/></td> <td style="width: 12.5%; text-align: center;">100-199 <input type="checkbox"/></td> <td style="width: 12.5%; text-align: center;">200-999 <input type="checkbox"/></td> <td style="width: 12.5%; text-align: center;">1000-over <input type="checkbox"/></td> </tr> </table>			Estimated Number of Creditors	1-15 <input type="checkbox"/>	16-49 <input type="checkbox"/>	50-99 <input checked="" type="checkbox"/>	100-199 <input type="checkbox"/>	200-999 <input type="checkbox"/>	1000-over <input type="checkbox"/>																		
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Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Reading Broadcasting, Inc .	
Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)			
Location Where Filed: None		Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: None		Case Number:	Date Filed:
District:		Relationship:	Judge:
Signatures			
Signature(s) of Debtor(s) (Individual/Joint) I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under Chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.		Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.	
X _____ Signature of Debtor X _____ Signature of Joint Debtor (610) 921-9181 Telephone Number (If not represented by attorney) _____ Date		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. X _____ Signature of Attorney for Debtor(s) Date	
Signature of Attorney X <u>/s/ Frederick L. Reigle, Esquire</u> Signature of Attorney for Debtor(s) Frederick L. Reigle, Esquire Printed Name of Attorney for Debtor(s) Frederick L. Reigle, P.C. Firm Name 3506 Perkiomen Avenue, Suite A Address Reading, PA 19606 (610) 779-4550 Telephone Number October 7, 2005 Date		Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No	
Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.		Signature of Non-Attorney Petition Preparer I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document. _____ Printed Name of Bankruptcy Petition Preparer _____ Social Security Number (Required by 11 U.S.C. § 110(c).) _____ Address _____ Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document: If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.	
X <u>/s/ Micheal L. Parker, Sr.</u> Signature of Authorized Individual Micheal L. Parker, Sr. Printed Name of Authorized Individual President Title of Authorized Individual October 7, 2005 Date		X _____ Signature of Bankruptcy Petition Preparer _____ Date A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.	

**United States Bankruptcy Court
Eastern District of Pennsylvania**

IN RE:

Case No. _____

Reading Broadcasting, Inc. _____

Debtor(s)

Chapter **11** _____

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept \$ _____ /hr

Prior to the filing of this statement I have received \$ _____

Balance Due \$ _____

2. The source of the compensation paid to me was: ☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is: ☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
- e. [Other provisions as needed]

6. By agreement with the debtor(s), the above disclosed fee does not include the following services:

A retainer in the amount of \$15,000.00 was received on August 23, 2005. Fees for prepetition services in the amount of \$18,880.50, as well as the \$839.00 filing fee, were billed against the retainer prior to the filing of the petition on October 7, 2005.

Attorney fees are billed at the rates of \$275.00 and \$250.00 per hour, and paralegal fees are billed at the rate of \$95.00 per hour.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

October 7, 2005

Date

/s/ Frederick L. Reigle, Esquire

Signature of Attorney

Frederick L. Reigle, P.C.

Name of Law Firm

**United States Bankruptcy Court
Eastern District of Pennsylvania**

IN RE:

Case No. _____

Reading Broadcasting, Inc. _____

Debtor(s)

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Rule 1007(d) for filing in this Chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency placed the creditor among the holders of the 20 largest unsecured claims.

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
Montgomery McCracken Walker & Rhoads C/O Frank A. Mayer, III, Esquire 123 South Broad Street Philadelphia, PA 19109		Trade debt		590,482.33
SWOB, Inc. 1505 Lorraine Reading, PA 19602		Bank loan		252,953.83
Helene Associates LP 1505 Lorraine Reading, PA 19602		Bank loan		135,450.00
The Cohen Group, LP 1505 Lorraine Road Reading, PA 19602		Bank loan		105,000.00
George A. Mattmiller, Jr. 1053 Madison Avenue, Apt. 3 Reading, PA 19601		Trade debt		45,078.30
Robert H. Clymer 7425 Pelican Bay Boulevard, Ste. 702 Naples, FL 34108		Bank loan		32,250.00
FCC Regulatory Mellon Client Service Ctr 500 Ross Street, Room 670 Pittsburgh, PA 15262-0001		Trade debt	Unliquidated	20,025.00
John and Mary Linton 1211 Sunset View San Antonio, TX 78258		Bank loan		19,350.00
James P. and Dama Linton 11346 Ravensthorpe Way San Diego, CA 92131		Bank loan		19,350.00
George A. Mattmiller, Jr. 1053 Madison Avenue, Apt. 3 Reading, PA 19601		Trade debt		13,500.00
Capital One FSB P.O. Box 85184 Richmond, VA 23285		Bank loan		13,454.73
William R. Maslo 514 Franklin Street Reading, PA 19602		Trade debt	Disputed	13,250.00
Jack A. Linton 1720 Mineral Spring Road Reading, PA 19601		Bank loan		12,900.00
Darcie Brauner 277 Mingo Road Royersford, PA 19468		Bank loan		12,900.00
SOT, Inc. 1505 Lorraine Reading, PA 19602		Trade debt		12,243.00
ATT P.O. Box 9001309 Louisville, KY 40290-1309		Trade debt		3,163.14

David S. Nichols 1721 Widener Court Quakertown, PA 18951	Trade debt	2,500.00
Eyewitness Kids News LLC 182 Sound Beach Avenue Old Greenwich, CT 06870	Trade debt	1,300.00
Riverside Key and Lock Shop 1350 North Front Street Reading, PA 19601-1421	Trade debt	276.80
Network Music, Inc. P.O. Box 31001-1697 Pasadena, CA 91110-1697	Trade debt	146.25

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, [the president *or* other officer *or* an authorized agent of the corporation][*or* a member *or* an authorized agent of the partnership] named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: October 7, 2005 Signature: /s/ Micheal L. Parker, Sr.

Micheal L. Parker, Sr., President
(Print Name and Title)

United States Bankruptcy Court
Eastern District of Pennsylvania

IN RE:

Case No. _____

Reading Broadcasting, Inc. _____ Chapter 11
Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

Registered name and last known address of security holder	Shares (or Percentage)	Security Class (or kind of interest)
SEE ATTACHED LIST OF EQUITY SECURITY HOLDERS	0	

**United States Bankruptcy Court
Eastern District of Pennsylvania**

IN RE:

Case No. _____

Reading Broadcasting, Inc. _____

Debtor(s)

Chapter **11** _____

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts from Schedules D, E, and F to determine the total amount of the debtor's liabilities.

AMOUNTS SCHEDULED

NAME OF SCHEDULE	ATTACHED (YES/NO)	NUMBER OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	200,000.00		
B - Personal Property	Yes	2	1,341,679.27		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	1		2,539,634.33	
E - Creditors Holding Unsecured Priority Claims	Yes	1		0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	4		1,305,789.78	
G - Executory Contracts and Unexpired Leases	Yes	5			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No				
J - Current Expenditures of Individual Debtor(s)	No				
Total Number of Sheets in Schedules		18			
Total Assets			1,541,679.27		
Total Liabilities				3,845,424.11	

Debtor(s)

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a co-tenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, or both own the property by placing an "H" for Husband, "W" for Wife, "J" for Joint, or "C" for Community in the column labeled "HWJC." If the debtor holds no interest in real property, write "None" under "Description and Location of Property".

Do not include interests in executory contracts and unexpired leases on the schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a security interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim".

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	H W J C	CURRENT MARKET VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
Land and main studio - 1729 North 11th Street, Reading	Fee Simple		200,000.00	1,923,634.33
TOTAL			200,000.00	

(Report also on Summary of Schedules)

Debtor(s)

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "X" in the appropriate position in the column labeled "None". If additional space is needed in any category, attached a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, or both own the property by placing an "H" for Husband, "W" for Wife, "J" for Joint, or "C" for Community in the column labeled "HWJC." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions only in Schedule C - Property Claimed as Exempt.

Do not include interests in executory contracts and unexpired leases on the schedule. List them in Schedule G - Executory Contracts and Unexpired Leased.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property".

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT MARKET VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.		Petty cash		300.00
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Bank accounts and certificate of deposit		129,502.24
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, include audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interest in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issue.	X			
11. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Itemize.	X			
12. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
13. Interests in partnerships or joint ventures. Itemize.	X			
14. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
15. Accounts receivable.		Accounts receivable		144,435.90
16. Alimony, maintenance, support, and property settlements in which the debtor is or may be entitled. Give particulars.	X			
17. Other liquidated debts owing debtor including tax refunds. Give particulars.	X			

Debtor(s)

SCHEDULE B - PERSONAL PROPERTY (Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	H W J C	CURRENT MARKET VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
18. Equitable or future interest, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule of Real Property.	X			
19. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
20. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.		Possible claim against HLM Communications, Inc. Possible claim against William R. Maslo		unknown 500,000.00
21. Patents, copyrights, and other intellectual property. Give particulars.	X			
22. Licenses, franchises, and other general intangibles. Give particulars.		FCC license		unknown
23. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
24. Boats, motors, and accessories.	X			
25. Aircraft and accessories.	X			
26. Office equipment, furnishings, and supplies.		General equipment		14,992.82
27. Machinery, fixtures, equipment, and supplies used in business.		Telecasting equipment and tower		552,448.31
28. Inventory.	X			
29. Animals.	X			
30. Crops - growing or harvested. Give particulars.	X			
31. Farming equipment and implements.	X			
32. Farm supplies, chemicals, and feed.	X			
33. Other personal property of any kind not already listed. Itemize.		The going concern value of the Debtor's business is estimated at \$27,000,000.00.		0.00
TOTAL				1,341,679.27

0 continuation sheets attached

(Include amounts from any continuation sheets attached.
Report total also on Summary of Schedules.)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor elects the exemptions to which debtor is entitled under:

- (Check one box)
- ☐ 11 U.S.C. § 522(b)(1): Exemptions provided in 11 U.S.C. § 522(d). NOTE: These exemptions are available only in certain states.
- ☐ 11 U.S.C. § 522(b)(2): Exemptions available under applicable nonbankruptcy federal laws, state or local law where the debtor's domicile has been located for 180 days immediately preceding the filing of the petition, or for a longer portion of the 180-day period than in any other place, and the debtor's interest as a tenant by the entirety or joint tenant to the extent the interest is exempt from process under applicable nonbankruptcy law.

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT MARKET VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTIONS
Not Applicable			

Debtor(s)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests. List creditors in alphabetical order to the extent practicable. If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C," respectively, in the column labeled "HWJC."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. (See instructions above.)	C O D E B T O R	H W J C	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND MARKET VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL
Account No. HLM Communications, LLC 610 North Wymore Road Maitland, FL 32751			November 1991 mortgage, security interest in all personal property (excluding FCC license)			X	1,923,634.33
			Value \$ 1,923,634.33				
Account No. Ruth Dolenti 310 Jefferson Court Limerick, PA 19468			Note secured by letter of credit, secured by certificate of deposit				56,000.00
			Value \$ 56,000.00				
Account No. Telemundo Networks, LLC C/O Alan Sokol 2290 West Eighth Avenue Hialeah, FL 33010			December 2001 security interest in proceeds of FCC license				560,000.00
			Value \$ 560,000.00				
Account No.							
Account No.							
			Value \$				
Subtotal (Total of this page)							2,539,634.33
(Complete only on last sheet of Schedule D) TOTAL (Report total also on Summary of Schedules)							2,539,634.33

0 Continuation Sheets attached

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them or the marital community may be liable on each claim by placing an "H," "W," "J," or "C," respectively, in the column labeled "HWJC."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotal" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Repeat this total also on the Summary of Schedules.

☒ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS

(Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(2)

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,000* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(3), as amended by § 1401 of Pub L. 109-8.

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to a maximum of \$4,925* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(5).

☐ **Deposits by individuals**

Claims of individuals up to a maximum of \$2,225* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(6)

☐ **Alimony, Maintenance, or Support**

Claims of a spouse, former spouse, or child of the debtor for alimony, maintenance, or support, to the extent provided in 11 U.S.C. § 507(a)(7).

☐ **Taxes and Other Certain Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

* Amounts are subject to adjustment on April 1, 2007, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

0 Continuation Sheets attached

Debtor(s) _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code and last four digits of any account number of all entities holding unsecured claims without priority against the debtor or the property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C," respectively, in the column labeled "HWJC."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

☐ Check this box if debtor has no creditors holding unsecured nonpriority claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. ATT P.O. Box 9001309 Louisville, KY 40290-1309			Services				3,163.14
Account No. Capital One FSB P.O. Box 85184 Richmond, VA 23285			Loan				13,454.73
Account No. City Of Reading P.O. Box 8080 Philadelphia, PA 19101-8080			Services				32.27
Account No. Darcie Brauner 277 Mingo Road Royersford, PA 19468			Loan				12,900.00
Account No. David S. Nichols 1721 Widener Court Quakertown, PA 18951			Goods				2,500.00
Subtotal (Total of this page)							32,050.14
(Complete only on last sheet of Schedule F) TOTAL							

3 Continuation Sheets attached

(Report total also on Summary of Schedules)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			Services				
DHL Worldwide Express P.O. Box 4723 Houston, TX 77210-4723							133.09
Account No.			Services				
Eyewitness Kids News LLC 182 Sound Beach Avenue Old Greenwich, CT 06870							1,300.00
Account No.			Regulatory fee		X		
FCC Regulatory Mellon Client Service Ctr 500 Ross Street, Room 670 Pittsburgh, PA 15262-0001							20,025.00
Account No.			Unreimbursed expenses				
George A. Mattmiller, Jr. 1053 Madison Avenue, Apt. 3 Reading, PA 19601							45,078.30
Account No.			Salary				
George A. Mattmiller, Jr. 1053 Madison Avenue, Apt. 3 Reading, PA 19601							13,500.00
Account No.			Loan				
Helene Associates LP 1505 Lorraine Reading, PA 19602							135,450.00
Account No.			Loan				
Jack A. Linton 1720 Mineral Spring Road Reading, PA 19601							12,900.00

Sheet 1 of 3 Continuation Sheets attached to Schedule F

Subtotal
(Total of this page)

228,386.39(Complete only on last sheet of Schedule F) **TOTAL**

(Report total also on Summary of Schedules)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			Loan				
James P. and Dama Linton 11346 Ravensthorpe Way San Diego, CA 92131							19,350.00
Account No.			Loan				
John and Mary Linton 1211 Sunset View San Antonio, TX 78258							19,350.00
Account No.			Services				
Montgomery McCracken Walker & Rhoads C/O Frank A. Mayer, III, Esquire 123 South Broad Street Philadelphia, PA 19109							590,482.33
Account No.			Services				
Network Music, Inc. P.O. Box 31001-1697 Pasadena, CA 91110-1697							146.25
Account No.			Pending judgment				
Philadelphia Television Network, Inc. 1515 Market Street Philadelphia, PA 19102							unknown
Account No.			Services				
Riverside Key and Lock Shop 1350 North Front Street Reading, PA 19601-1421							276.80
Account No.			Loan				
Robert H. Clymer 7425 Pelican Bay Boulevard, Ste. 702 Naples, FL 34108							32,250.00

Sheet 2 of 3 Continuation Sheets attached to Schedule F

Subtotal
(Total of this page)

661,855.38(Complete only on last sheet of Schedule F) **TOTAL**

(Report total also on Summary of Schedules)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. SOT, Inc. 1505 Lorraine Reading, PA 19602			Loan				12,243.00
Account No. SWOB, Inc. 1505 Lorraine Reading, PA 19602			Loan				252,953.83
Account No. The Cohen Group, LP 1505 Lorraine Road Reading, PA 19602			Loan				105,000.00
Account No. Verizon P.O. Box 28000 Lehigh Valley, PA 18002-8000			Services				51.04
Account No. William R. Maslo 514 Franklin Street Reading, PA 19602			Services			X	13,250.00
Account No.							
Account No.							

Sheet 3 of 3 Continuation Sheets attached to Schedule F

Subtotal
(Total of this page) **383,497.87**

(Complete only on last sheet of Schedule F) **TOTAL 1,305,789.78**
 (Report total also on Summary of Schedules)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests.

State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease.

Provide the names and complete addresses of all other parties to each lease or contract described.

NOTE: A party listed on this schedule will not receive notice of the filing of this case unless the party is also scheduled in the appropriate schedule of creditors.

☐ Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
Fisher Leasing 4111 Pottsville Pike Reading, PA 19605	Auto leases
Comcast Cable Communications 2761 Dune Drive Avalon, NJ 08202	Cable carriage agreement
Comcast Cable Communications 1250 Haddonfield-Berlin Road Cherry Hill, NJ 08034	Cable carriage agreement
Comcast Cable Communications 5729 West Denny's Road Dover, DE 19904	Cable carriage agreement
RCN Telecom Services, Inc. 1511 MacDade Boulevard Folsom, PA 19033	Cable carriage agreement
Comcast Cable Communications 90 Lake Drive East Windsor, NJ 08520	Cable carriage agreement
Comcast Cable Communications 1 Apollo Road Plymouth Meeting, PA 19402	Cable carriage agreement
Comcast Cable Communications 520 Monmouth Street Gloucester, NJ 08030	Cable carriage agreement
Comcast Cable Communications 400 Riverfront Drive Reading, PA 19603	Cable carriage agreement
Comcast Cable Communications 16479 South DuPont Highway Harrington, DE 19552	Cable carriage agreement
Comcast Cable Communications 1220 Ward Avenue, Suite 400 West Chester, PA 19380	Cable carriage agreement
Comcast Cable Communications 55 Industrial Drive Ivyland, PA 18974	Cable carriage agreement
Comcast Cable Communications 30 Corydell Street Lambertville, NJ 08530	Cable carriage agreement
Comcast Cable Communications 30 Corydell Street Lambertville, NJ 08530	Cable carriage agreement
Comcast Cable Communications 2320 Trenton Road Levittown, PA 19056	Cable carriage agreement
Comcast Cable Communications 205 East Levering Mill Road Bala Cynwyd, PA 19004	Cable carriage agreement
Comcast Cable Communications 30 West Main Street Maple Shade, NJ 08052	Cable carriage agreement
Comcast Cable Communications 11400 Northeast Avenue Philadelphia, PA 19116	Cable carriage agreement

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
<p>Comcast Cable Communications 4400 Wayne Avenue Philadelphia, PA 19140</p> <p>Comcast Cable Communications 1351 South Columbus Boulevard Philadelphia, PA 19147</p> <p>Comcast Cable Communications 940 Prospect Street Trenton, NJ 08618</p> <p>Comcast Cable Communications 4315 New Jersey Avenue Wildwood, NJ 08260</p> <p>Comcast Cable Communications 21 Beverly-Rancocas Road Willingboro, NJ 08046</p> <p>Comcast Cable Communications 29 York Road Willow Grove, PA 19090</p> <p>Comcast Cable Communications 1750 Byberry Road Bensalem, PA 19020</p> <p>Comcast Cable Communications 1846 N. West Boulevard Vineland, NJ 08362</p> <p>Comcast Cable Communications 901 West Leeds Avenue Absecon, NJ 08201</p> <p>Comcast Cable Communications 1375 Manor Road Coatesville, PA 19116</p> <p>Comcast Cable Communications 202 Shoemaker Road Pottstown, PA 19464</p> <p>Comcast Cable Communications 237 West Germantown Pike Norristown, PA 19401</p> <p>Comcast Cable Communications 445 East Broadway Salem, NJ 08079</p> <p>Comcast Cable Communications 114 Ridge Road Sellersville, PA 18960</p> <p>Comcast Cable Communications Black Horse Pike & Cable TV Lane Turnersville, NJ 08012</p> <p>Comcast Cable Communications 3 Moore Road Wallingford, PA 19086</p> <p>Comcast Cable Communications 1191 Fries Mill Road Franklinville, PA 08322</p> <p>Armstrong Utilities, Inc 122 South Queen Street Rising Sun, MD 21911</p> <p>Blue Ridge Communications 804 Academy Heights Avenue Ephrata, PA 17522</p> <p>Cablevision Systems Corp.</p>	<p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p>

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
<p>2137 Hamilton Avenue Hamilton Township, NJ 80619 Charter Communications, Inc. 600 North Broad Street Middleton, DE 19709</p> <p>Hometown Utilities, Borough Of 45 Railroad Street Kutztown, PA 19530</p> <p>Mullica Cable Television 2137 River Road Egg Harbor City, NJ 08215</p> <p>RCN Telecom Services, Inc. 1525 Valley Center Parkway, 3rd Bethlehem, PA 18017</p> <p>RCN Telecom Services, Inc. 105 Carnegie Center Princeton, NJ 08540</p> <p>RCN Telecom Services, Inc. 279 Amwell Road Somerville, NJ 08876</p> <p>Service Electric Cable TV, Inc. 2260 Avenue A Bethlehem, PA 18017-2108</p> <p>Service Electric Cable TV, Inc. 6400 Perkiomen Avenue Birdsboro, PA 19508</p> <p>Urban Cableworks/Time Warner 1700 North 49th Street Philadelphia, PA 19131</p> <p>Comcast Cable TV, Inc. 4008 North DuPont Highway New Castle, DE 19720-6325</p> <p>Comcast Cable TV, Inc. 2319 York Road Jamison, PA 18929</p> <p>Comcast Cable TV, Inc. 251 DeKalb Pike, Suite EG2 King Of Prussia, PA 19406</p> <p>Patriot Media 100 Randolph Road Somerset, NJ 08873</p> <p>Dell Financial P.O. Box 5292 Carol Stream, IL 60197</p> <p>Gibson White 24 Club Lane Reading, PA 19607</p> <p>Court Square Leasing 14 Great Valley Parkway, Ste. 100 Malvern, PA 19178</p> <p>GE Capital P.O. Box 642111 Pittsburgh, PA 15264-2111</p> <p>The Dental Network 7400 York Road Towson, MD 21204-7502</p> <p>Highmark P. O. Box 890173</p>	<p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Cable carriage agreement</p> <p>Computer lease</p> <p>Contract for digital studio design</p> <p>Copier lease</p> <p>Copier lease</p> <p>Employee Dental Insurance</p> <p>Employee Health Insurance</p>

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
<p>Camp Hill, PA 17089-0173</p> <p>Davis Vision Capital Region Health Park, Suite 301 711 Troy-Schenectady Road Latham, NY 12110</p> <p>Barbara Williamson 30 Daniel Drive Mohrsville, PA 19541</p> <p>George A. Mattmiller, Jr. 1053 Madison Avenue, Apt. 3 Reading, PA 19601</p> <p>Gibson White 24 Club Lane Reading, PA 19607</p> <p>Thomas L. Root 2 Wedgewood Drive Norwalk, OH 44857</p> <p>Todd R. Stewart 2407 Lisa Lane Allentown, PA 18104</p> <p>Merrill Weiss Group LLC 227 Central Avenue Metuchen, NJ 08840</p> <p>Todd R. Stewart 2407 Lisa Lane Allentown, PA 18104</p> <p>Partel, Inc. 22820 S.E. 410th Street Enumclaw, WA 98022</p> <p>CNN Newsource CNN Center, NT1208E Atlanta, GA 30303</p> <p>Eyewitness Kids News LLC 182 Sound Beach Avenue Old Greenwich, CT 06870</p> <p>Shop At Home Network P.O. Box 305249 Nashville, TN 37230-5249</p> <p>28:30 LLC Brooke Thomas, President 5155 Bascule Avenue Woodland Hills, CA 91364</p> <p>EchoStar Satellite, LLC 9601 South Meridian Boulevard Englewood, CO 80112</p> <p>DIRECTV 2230 East Imperial Highway El Segundo, CA 90245</p> <p>The Comcast Network P.O. Box 3835 Union, NJ 07083</p> <p>SOT, Inc. 1505 Lorraine Reading, PA 19602</p> <p>American Tower P.O. Box 30000, Dept. 5305 Hartford, CT 06150</p> <p>Wicks Broadcast Systems</p>	<p>Employee Vision Insurance</p> <p>Employment agreement</p> <p>Employment agreement</p> <p>Employment agreement</p> <p>Employment agreement</p> <p>Employment agreement</p> <p>Engineering consulting agreement</p> <p>Independant contract for studio/transmitter construction</p> <p>Management agreement</p> <p>News programming contract</p> <p>Programming contract</p> <p>Programming contracts</p> <p>Sales representation agreement</p> <p>Satellite carriage agreement</p> <p>Satellite carriage agreement</p> <p>Television production van lease</p> <p>Tower license agreement</p> <p>Tower license agreement</p> <p>Traffic software lease</p>

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
1950 Winchester Avenue, PO Box 67 Reedsport, OR 97467 Quench P.O. Box 8500-53203 Philadelphia, PA 19178	Water cooler lease

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. In community property states, a married debtor not filing a joint case should report the name and address of the nondebtor spouse on this schedule. Include all names used by the nondebtor spouse during the six years immediately preceding the commencement of this case.

☒ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of _____ sheets, and that they are true and correct to the best of my knowledge, information, and belief. (Total shown on summary page plus 1)

Date: _____ Signature: _____ Debtor

Date: _____ Signature: _____ (Joint Debtor, if any)

[If joint case, both spouses must sign.]

CERTIFICATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.

Printed or Typed Name of Bankruptcy Petition Preparer

Social Security No.
(Required by 11 U.S.C. § 110(c).)

Address

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document:

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person.

Signature of Bankruptcy Petition Preparer

Date

A bankruptcy petition preparer's failure to comply with the provision of title 11 and the Federal Rules of Bankruptcy Procedures may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **President** _____ (the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership) of the **Reading Broadcasting, Inc.** _____ (corporation or partnership) named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **19** sheets, and that they are true and correct to the best of my knowledge, information, and belief. (Total shown on summary page plus 1)

Date: **October 7, 2005** Signature: **/s/ Micheal L. Parker, Sr.**

Micheal L. Parker, Sr.

(Print or type name of individual signing on behalf of debtor)

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement or concealing property. Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

United States Bankruptcy Court
Eastern District of Pennsylvania

IN RE:

Case No. _____

Reading Broadcasting, Inc. _____

Chapter 11 _____

Debtor(s)

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs.

Questions 1-18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19-25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within the six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

☐ None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT SOURCE (if more than one)
1,922,499.00 Sales of broadcast air time. Gross sales in 2004 were \$2,459,912. Gross sales in 2003 were \$2,225,849.

2. Income other than from employment or operation of business

☐ None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT SOURCE
0.00 None

3. Payments to creditors

☐ None a. List all payments on loans, installment purchases of goods or services, and other debts, aggregating more than \$600 to any creditor, made within **90 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
Please See Attachment 3.a.		0.00	0.00

☐ None b. List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
SOT, Inc. 1505 Lorraine Reading, PA 19602		158,105.04	12,243.00

SWOB, Inc. 1505 Lorraine Reading, PA 19602		26,302.00	252,953.83
The Cohen Group 1505 Lorraine Road Reading, PA 19602	9/22/2004; 10/22/2004; 11/22/2004; 12/22/2004; 1/25/2005; 2/23/2005	5,219.28	0.00
Partel, Inc. 22820 S.E. 410th Street Enumclaw, WA 98022		184,341.65	0.00
HLM Communications, LLC 610 North Wymore Road Maitland, FL 32751	9/16/2004; 10/16/2004; 11/16/2004; 12/16/2004; 1/16/2005; 2/16/2005; 3/16/2005; 4/16/2005; 5/16/2005; 6/16/2005; 7/16/2005; 8/16/2005; 9/16/2005	192,492.00	2,000,000.00
The Entities To Whom The Payments Were made are not insiders. However, because the persons comprising the entities are shareholders of the Debtor, the transactions are indicated in the interest of full disclosure.		0.00	0.00

4. Suits and administrative proceedings, executions, garnishments and attachments

- None ☐ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Holland & Knight v. Reading Broadcasting, Inc., Case No. 04-1805	Contract action	Superior Court of District of Columbia, Washington, D.C.	Settled 12/2004
Philadelphia Television Network v. Reading Broadcasting, Inc., Case No. 1663	Contract, tort action	Philadelphia County Court of Common Pleas, Philadelphia, Pennsylvania	Awaiting judgment

- None ☒ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

5. Repossessions, foreclosures and returns

- None ☒ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

6. Assignments and receiverships

- None ☒ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and joint petition is not filed.)

- None ☒ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

7. Gifts

- None ☒ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

8. Losses

- None ☒ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

9. Payments related to debt counseling or bankruptcy

- None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Frederick L. Reigle, P.C. 3506 Perkiomen Avenue Reading, PA 19606	08/20/2005	15,000.00

10. Other transfers

- None ☒ List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

11. Closed financial accounts

- None ☒ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, association, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

12. Safe deposit boxes

- None ☒ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

13. Setoffs

- None ☒ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

14. Property held for another person

- None ☒ List all property owned by another person that the debtor holds or controls.

15. Prior address of debtor

- None ☒ If the debtor has moved within the **two years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

16. Spouses and Former Spouses

- None ☒ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the **six-year period** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

17. Environmental Information

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

- None ☒ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law.
- None ☒ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.
- None ☒ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

18. Nature, location and name of business

- None ☒ a. If the debtor is an individual, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partnership, sole proprietorship, or was a self-employed professional within the **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within the **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within the **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within the **six years** immediately preceding the commencement of this case.

- None ☒ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within the **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or otherwise self-employed.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within the six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

19. Books, records and financial statements

- None ☐ a. List all bookkeepers and accountants who within the **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS

William R. Maslo
514 Franklin Street
Reading, PA 19602

Steven M. Adams
Beard Miller Company, LLP
2609 Keiser Boulevard
Reading, PA 19603

DATES SERVICES RENDERED

1997 through August 2004

August 2004 to present

- None ☐ b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME AND ADDRESS

William R. Maslo
514 Franklin Street
Reading, PA 19602

Steven M. Adams
Beard Miller Company, LLP
2609 Keiser Boulevard
Reading, PA 19603

DATES SERVICES RENDERED

2/1/2004: Annual report for 2003

3/1/2005: Annual report for 2004

Nihil & Ridley
150 South Independence Mall, Ste. 800
Philadelphia, PA 19106

August 2004 to present: forensic accounting

- None ☐ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME AND ADDRESS
Barbara Williamson
Reading Broadcasting, Inc.
1729 North 11th Street
Reading, PA 19604

- None ☐ d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom a financial statement was issued within the **two years** immediately preceding the commencement of the case by the debtor.

NAME AND ADDRESS
John H. Weller
Wells Fargo Foothill, Inc.
421 West Riverside, Ste. 830
Spokane, WA 99201
HLM Communications, LLC
610 North Wymore Road
Maitland, FL 32751

DATE ISSUED
March 2005 through present (monthly)

Monthly

20. Inventories

- None ☒ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

- None ☒ b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

21. Current Partners, Officers, Directors and Shareholders

- None ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

- None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Aurandt, Henry And Helen 327 Fort Howell Drive Hilton Head Island, SC 29926	None	8.6680%
Clymer, Robert H. - Estate Reduction Trust 7425 Pelican Bay Blvd., No. 702 Naples, FL 34108	None	7.0700%
Cohen, Irvin 1505 Lorraine Road Reading, PA 19609	Vice President, Dir.	10.6470%
Linton, Jack A. 188 Walton Court Mt. Penn, PA 19606	Director	7.5200%
Massey, Harvey L. 610 North Wymore Road Maitland, FL 32751	None	8.8500%
Mattmiller, George 1053 Madison Avenue, Apt. 3 Reading, PA 19601	Executive Vice Pres., Treasurer, Dir.	1.1430%
Parker, Michael L., Sr. 22720 S. E. 410th Street Enumclaw, WA 98022	President	30.5743%
Rieth, Robert 7210 N.E. 149th Place Kenmore, WA 98028	Secretary, Dir	0.0000%
Stevens, Leonard 700 Professional Plaza, Suite 204 Cinnaminson, NJ 08077	Director	0.0000%
Weyandt, Christine 3209 Noble Street Laureldale, PA 19605	Assistant Secretary	0.1695%

22. Former partners, officers, directors and shareholders

None ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

None ☒ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

23. Withdrawals from a partnership or distributions by a corporation

None ☒ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

24. Tax Consolidation Group

None ☒ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within the **six-year period** immediately preceding the commencement of this case.

25. Pension Funds.

None ☒ If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within the **six-year period** immediately preceding the commencement of the case.

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information, and belief.

Date: **October 7, 2005** Signature: /s/ Micheal L. Parker, Sr.

Micheal L. Parker, Sr., President

Print Name and Title

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

0 continuation pages attached

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. § 152 and 3571.

United States Bankruptcy Court
Eastern District of Pennsylvania

IN RE:

Case No. _____

Reading Broadcasting, Inc. _____ Chapter 11 _____

Debtor(s)

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s) hereby verify(ies) that the attached matrix listing creditors is true to the best of my(our) knowledge.

Date: October 7, 2005 Signature: /s/ Micheal L. Parker, Sr.
Micheal L. Parker, Sr., President Debtor

Date: _____ Signature: _____
Joint Debtor, if any

28:30 LLC
Brooke Thomas, President
5155 Bascule Avenue
Woodland Hills, CA 91364

Adolpho E. Rodriguez
301 South 7th Avenue
West Reading, PA 19611

Albert Boscov
70 Devon Drive
Reading, PA 19606

Alfred W. Busby
505 Mt. Creek Trace
Atlanta, GA 30328

Allan N. Altshull
1301 Mulberry Street
Pottstown, PA 19464

American Tower
P.O. Box 30000, Dept. 5305
Hartford, CT 06150

Ann Deborah Wilmot
2722 Timbercreek Drive
Bryant, AR 72022

Armstrong Utilities, Inc
122 South Queen Street
Rising Sun, MD 21911

ATT
P.O. Box 9001309
Louisville, KY 40290-1309

Barbara MacCallum
1933 Gring Drive
Wyomissing, PA 19610

Barbara Williamson
30 Daniel Drive
Mohrsville, PA 19541

Ben F. Bowers
420 Fruitfarm Road
Royersford, PA 19468

Bernard Gerber
4 Bobolink Drive
Wyomissing, PA 19610

Blue Ridge Communications
804 Academy Heights Avenue
Ephrata, PA 17522

Cablevision Systems Corp.
2137 Hamilton Avenue
Hamilton Township, NJ 80619

Capital One FSB
P.O. Box 85184
Richmond, VA 23285

Carol Anne Kasko-MacCallum
23C Congressional Circle
Reading, PA 19607

Charles Schwab, Inc.
Cust. Fbo Nelson Long Roth IRA
333 Bush Street, 4th Floor
San Francisco, CA 94104

Charter Communications, Inc.
600 North Broad Street
Middleton, DE 19709

Christine Weyandt
3209 Noble Street
Laureldale, PA 19605

Christopher Lewis & Ranly T. Nguyen
29005 Pacific Hwy S, Suite A
Federal Way, WA 98003

City Of Reading
P.O. Box 8080
Philadelphia, PA 19101-8080

CNN Newsource
CNN Center, NT1208E
Atlanta, GA 30303

Comcast Cable Communications
2761 Dune Drive
Avalon, NJ 08202

Comcast Cable Communications
1250 Haddonfield-Berlin Road
Cherry Hill, NJ 08034

Comcast Cable Communications
5729 West Denny's Road
Dover, DE 19904

Comcast Cable Communications
90 Lake Drive
East Windsor, NJ 08520

Comcast Cable Communications
1 Apollo Road
Plymouth Meeting, PA 19402

Comcast Cable Communications
520 Monmouth Street
Gloucester, NJ 08030

Comcast Cable Communications
400 Riverfront Drive
Reading, PA 19603

Comcast Cable Communications
16479 South DuPont Highway
Harrington, DE 19552

Comcast Cable Communications
1220 Ward Avenue, Suite 400
West Chester, PA 19380

Comcast Cable Communications
55 Industrial Drive
Ivyland, PA 18974

Comcast Cable Communications
30 Corydell Street
Lambertville, NJ 08530

Comcast Cable Communications
2320 Trenton Road
Levittown, PA 19056

Comcast Cable Communications
205 East Levering Mill Road
Bala Cynwyd, PA 19004

Comcast Cable Communications
30 West Main Street
Maple Shade, NJ 08052

Comcast Cable Communications
11400 Northeast Avenue
Philadelphia, PA 19116

Comcast Cable Communications
4400 Wayne Avenue
Philadelphia, PA 19140

Comcast Cable Communications
1351 South Columbus Boulevard
Philadelphia, PA 19147

Comcast Cable Communications
940 Prospect Street
Trenton, NJ 08618

Comcast Cable Communications
4315 New Jersey Avenue
Wildwood, NJ 08260

Comcast Cable Communications
21 Beverly-Rancocas Road
Willingboro, NJ 08046

Comcast Cable Communications
29 York Road
Willow Grove, PA 19090

Comcast Cable Communications
1750 Byberry Road
Bensalem, PA 19020

Comcast Cable Communications
1846 N. West Boulevard
Vineland, NJ 08362

Comcast Cable Communications
901 West Leeds Avenue
Absecon, NJ 08201

Comcast Cable Communications
1375 Manor Road
Coatesville, PA 19116

Comcast Cable Communications
202 Shoemaker Road
Pottstown, PA 19464

Comcast Cable Communications
237 West Germantown Pike
Norristown, PA 19401

Comcast Cable Communications
445 East Broadway
Salem, NJ 08079

Comcast Cable Communications
114 Ridge Road
Sellersville, PA 18960

Comcast Cable Communications
Black Horse Pike & Cable TV Lane
Turnersville, NJ 08012

Comcast Cable Communications
3 Moore Road
Wallingford, PA 19086

Comcast Cable Communications
1191 Fries Mill Road
Franklinville, PA 08322

Comcast Cable TV, Inc.
4008 North DuPont Highway
New Castle, DE 19720-6325

Comcast Cable TV, Inc.
2319 York Road
Jamison, PA 18929

Comcast Cable TV, Inc.
251 DeKalb Pike, Suite EG2
King Of Prussia, PA 19406

Court Square Leasing
14 Great Valley Parkway, Ste. 100
Malvern, PA 19178

Darcie Brauner
277 Mingo Road
Royersford, PA 19468

Dave P. Adams, Esquire
Office Of The United States Trustee
833 Chestnut Street, Suite 500
Philadelphia, PA 19107

David A. Rotenberg
1320 Van Steffy Avenue
Wyomissing, PA 19610

David E. And Barbara W. Mann
1410 Independence Drive
West Lawn, PA 19609

David Hyman
56 Nassau Circle
Reading, PA 19607

David S. Nichols
1721 Widener Court
Quakertown, PA 18951

Davis Vision
Capital Region Health Park, Suite 301
711 Troy-Schenectady Road
Latham, NY 12110

Dell Financial
P.O. Box 5292
Carol Stream, IL 60197

DHL Worldwide Express
P.O. Box 4723
Houston, TX 77210-4723

DIRECTV
2230 East Imperial Highway
El Segundo, CA 90245

Dolores Gallen
2950 Van Reed Road
Reading, PA 19609

Donald E. And Mary Lu Stoudt
801 Sledge Avenue
West Lawn, PA 19609

Donald Mack
2322 Fargo Street
Los Angeles, CA 90039-3127

EchoStar Satellite, LLC
9601 South Meridian Boulevard
Englewood, CO 80112

Edward C. And Noni J. Fischer
11 Jeffrey Road
Reading, PA 19604

Estate Of Catherine Z. Morrow
12 Maple Avenue
Shillington, PA 19607

Estate Of Patricia Verbinski
Allfirst Trust
P. O. Box 15210
Reading, PA 19612-5210

Eyewitness Kids News LLC
182 Sound Beach Avenue
Old Greenwich, CT 06870

FCC Regulatory
Mellon Client Service Ctr
500 Ross Street, Room 670
Pittsburgh, PA 15262-0001

Fisher Leasing
4111 Pottsville Pike
Reading, PA 19605

Fred Hollingsworth
Route 2, Box 98
St. John, WA 99171

GE Capital
P.O. Box 642111
Pittsburgh, PA 15264-2111

George A. Mattmiller, Jr.
1053 Madison Avenue, Apt. 3
Reading, PA 19601

George Pavloff
212 Fort Howell Drive
Hilton Head, SC 29926

Gibson White
24 Club Lane
Reading, PA 19607

Harry Brueckman
126 Walnut Street
Jenkintown, PA 19046

Harvey L. Massey
610 North Wymore Road
Maitland, FL 32751

Helene Associates LP
1505 Lorraine
Reading, PA 19602

Henry And Helen Aurandt
327 Fort Howell Drive
Hilton Head Island, SC 29926

Highmark
P. O. Box 890173
Camp Hill, PA 17089-0173

HLM Communications, LLC
610 North Wymore Road
Maitland, FL 32751

Hometown Utilities, Borough Of
45 Railroad Street
Kutztown, PA 19530

Hugh Norris
1728 Old Olympic Highway
Port Angeles, WA 98382

Jack A. Linton
1720 Mineral Spring Road
Reading, PA 19601

James P. and Dama Linton
11346 Ravensthorpe Way
San Diego, CA 92131

Joanne D. VanRoden
1200 Old Mill Lane
Wyomissing, PA 19610

John and Mary Linton
1211 Sunset View
San Antonio, TX 78258

John H. Gallen
2950 Van Reed Road
Reading, PA 19609

John R. And Jill L. Bower
31 North Pintail Drive
Ocean Pines, MD 21811-1736

Jonathan Peter Rotenberg
1320 Van Steffy Avenue
Wyomissing, PA 19610

Jose Rivera
44 Valentine Road
Ivyland, PA 18974

Kimberly Bradley
2008 Reservoir Road
Reading, PA 19604

Larry A. Rotenberg
1320 Van Steffy Avenue
Wyomissing, PA 19610

Leah Beth Rotenberg
1320 Van Steffy Avenue
Wyomissing, PA 19610

Linda Hendrickson
16714 92nd Avenue Court
Puyallup, WA 98373

Lynn And Barbara Williamson
30 Daniel Drive
Mohrsville, PA 19541

Mark Norris
664 Norris Road
Port Angeles, WA 98382

Mary Ethlyn Muir
3 Crab Road
Sequim, WA 98382

Merrill Weiss Group LLC
227 Central Avenue
Metuchen, NJ 08840

Michael E. Cleveland
Department Of Revenue
625 Cherry Street, Room 239
Reading, PA 19602

Mid Ohio Securities, Inc.
Cust. Fbo Nelson Long Roth IRA
36 Lake Avenue
Elyria, OH 44035

Montgomery McCracken Walker & Rhoads
C/O Frank A. Mayer, III, Esquire
123 South Broad Street
Philadelphia, PA 19109

Mr. James Diffendal
Department Of Labor And Industry
625 Cherry Street, Room 203
Reading, PA 19602-1184

Mullica Cable Television
2137 River Road
Egg Harbor City, NJ 08215

Nancy A. Linton
12853 Camino La Breccia
San Diego, CA 92128

National Penn Bank
T'ee Proserpi Prof Shg Plan
1906 Philadelphia Avenue
Reading, PA 19607

Network Music, Inc.
P.O. Box 31001-1697
Pasadena, CA 91110-1697

Partel, Inc.
22820 S.E. 410th Street
Enumclaw, WA 98022

Patriot Media
100 Randolph Road
Somerset, NJ 08873

Paul Pavloff
835 Ramos Drive
The Villages, FL 32159-8683

Philadelphia Television Network, Inc.
1515 Market Street
Philadelphia, PA 19102

Quench
P.O. Box 8500-53203
Philadelphia, PA 19178

Ralph Tietbohl
3051 Van Reed Road
Sinking Spring, PA 19608

RCN Telecom Services, Inc.
1511 MacDade Boulevard
Folsom, PA 19033

RCN Telecom Services, Inc.
1525 Valley Center Parkway, 3rd
Bethlehem, PA 18017

RCN Telecom Services, Inc.
105 Carnegie Center
Princeton, NJ 08540

RCN Telecom Services, Inc.
279 Amwell Road
Somerville, NJ 08876

Richard M. Palmer, Jr.
9 Quail Ridge Drive
Wyomissing, PA 19610

Riverside Key and Lock Shop
1350 North Front Street
Reading, PA 19601-1421

Robert A. Denby
25 Stevens Avenue
West Lawn, PA 19609

Robert H. Clymer
7425 Pelican Bay Boulevard, Ste. 702
Naples, FL 34108

Robert H. Clymer -
Estate Reduction Trust
7425 Pelican Bay Boulevard, No. 702
Naples, FL 34108

Roger N. And Carole Longenecker
1135 West Leesport Road
Leesport, PA 19533

Russell K. Stewart, Esquire
Internal Revenue Service
701 Market Street, Suite 2200
Philadelphia, PA 19106

Ruth Dolenti
310 Jefferson Court
Limerick, PA 19468

Sergio And Penelope P. Proserpi
1906 Philadelphia Avenue
Reading, PA 19607

Service Electric Cable TV, Inc.
2260 Avenue A
Bethlehem, PA 18017-2108

Service Electric Cable TV, Inc.
6400 Perkiomen Avenue
Birdsboro, PA 19508

Shop At Home Network
P.O. Box 305249
Nashville, TN 37230-5249

SOT, Inc.
1505 Lorraine
Reading, PA 19602

Stella Pavloff-Bull
23004 Calvert Street
Woodland Hills, CA 91367

Steve And Joyce Eng
738 - 96th Avenue, SE
Bellevue, WA 98004

STV Reading, Inc.
327 Fort Howell Drive
Hilton Head Island, SC 29926

SWOB, Inc.
1505 Lorraine
Reading, PA 19602

Telemundo Networks, LLC
C/O Alan Sokol
2290 West Eighth Avenue
Hialeah, FL 33010

The Cohen Group, LP
1505 Lorraine Road
Reading, PA 19602

The Comcast Network
P.O. Box 3835
Union, NJ 07083

The Dental Network
7400 York Road
Towson, MD 21204-7502

Thomas L. Root
2 Wedgewood Drive
Norwalk, OH 44857

Todd R. Stewart
2407 Lisa Lane
Allentown, PA 18104

Urban Cableworks/Time Warner
1700 North 49th Street
Philadelphia, PA 19131

Uriel And Kelly Rendon
7633 Oak Lane Road
Cheltenham, PA 19102

Verizon
P.O. Box 28000
Lehigh Valley, PA 18002-8000

Warren L. Chinn
3516 South Monroe
Seattle, WA 98118

Wells Fargo Foothill, Inc.
C/O John D. Demmy, Esq, Stevens & Lee, PC
1105 North Market Street, 7th Floor
Wilmington, DE 19801

Wicks Broadcast Systems
1950 Winchester Avenue, PO Box 67
Reedsport, OR 97467

William R. Maslo
514 Franklin Street
Reading, PA 19602

Reading Broadcasting, Inc.
Shareholders List
October 6, 2005

Name	Address	City	State	Zip	Number of Shares	Percentage of Total Ownership
Altshull, Allan N.	1301 Mulberry Street	Pottstown	PA	19464	1,640	0.1274%
Aurandt, Helen K.	327 Fort Howell Drive	Hilton Head Island	SC	29926	2,275	0.1767%
Aurandt, Henry N. & Helen K., TEI	327 Fort Howell Drive	Hilton Head Island	SC	29926	23,869	1.8537%
Aurandt, Henry N. & Helen K., TEI	327 Fort Howell Drive	Hilton Head Island	SC	29926	17,537	1.3620%
Aurandt, Henry N. & Helen K., Pledgors	327 Fort Howell Drive	Hilton Head Island	SC	29926	18,082	1.4043%
Aurandt, Henry N., Tee fbo Emplie Pens. Plan	327 Fort Howell Drive	Hilton Head Island	SC	29926	6,331	0.4917%
Aurandt, Henry N., Tee fbo Emplie Pens. Plan	327 Fort Howell Drive	Hilton Head Island	SC	29926	4,247	0.3298%
Aurandt, Henry N., Trustee	327 Fort Howell Drive	Hilton Head Island	SC	29926	4,477	0.3477%
Aurandt, Henry N., Trustee	327 Fort Howell Drive	Hilton Head Island	SC	29926	3,000	0.2330%
Aurandt, Henry R.	327 Fort Howell Drive	Hilton Head Island	SC	29926	2,275	0.1767%
Boskov, Albert R.	70 Devon Drive	Reading	PA	19606	3,243	0.2519%
Boskov, Albert R.	70 Devon Drive	Reading	PA	19606	3,172	0.2463%
Bower, John R. and Jill L.	31 North Pintail Drive	Ocean Pines	MD	21811-1736	8,014	0.6224%
Bowers, Ben F.	420 Fruitfarm Road	Royersford	PA	19468	6,335	0.4920%
Bowers, Ben F.	420 Fruitfarm Road	Royersford	PA	19468	5,997	0.4657%
Bradley, Kimberly	2008 Reservoir Road	Reading	PA	19604	6,500	0.5048%
Brueckman, Harry	126 Walnut Street	Jenkintown	PA	19046	1,362	0.1058%
Busby, Alfred W.	505 Mt. Creek Trace	Atlanta	GA	30328	2,725	0.2116%
Busby, Alfred W., Pledgor, Meridian Bank	505 Mt. Creek Trace	Atlanta	GA	30328	6,577	0.5108%
Charles Schwab, Inc., Cust. fbo Nelson Long Roth IRA	333 Bush Street, 4th Floor	San Francisco	CA	94104	15,000	1.1649%
Chinn, Warren L.	3516 South Monroe	Seattle	WA	98118	1,667	0.1295%
Clymer, Robert H., Estate Reduction Trust	7425 Pelican Bay Boulevard, No. 702	Naples	FL	34108	54,509	4.2333%
Clymer, Robert H., Estate Reduction Trust	7425 Pelican Bay Boulevard, No. 702	Naples	FL	34108	36,527	2.8368%
Denby, Robert A.	25 Stevens Avenue	West Lawn	PA	19609	19,922	1.5472%
Eng, Steve and Joyce	738 - 96th Ave. SE	Bellevue	WA	98004	1,667	0.1295%
Fischer, Edward C. and Nori J., TEI	11 Jeffrey Road	Reading	PA	19604	12,121	0.9413%
Gallen, Dolores	2950 Van Reed Road	Reading	PA	19609	681	0.0529%
Gallen, John H.	2950 Van Reed Road	Reading	PA	19609	1,362	0.1058%
Gerber, Bernard	4 Bobolink Drive	Wyomissing	PA	19610	4,341	0.3371%
Gerber, Bernard	4 Bobolink Drive	Wyomissing	PA	19610	2,338	0.1816%
Hendrickson, Linda	16714 92nd Avenue Court	Puyallup	WA	98373	11,468	0.8906%
Hollingsworth, Fred	Route 2, Box 98	St. John	WA	99171	2,725	0.2116%
Hyman, David	56 Nassau Circle	Reading	PA	19607	2,071	0.1608%
Kasko-MacCallum, Carol Anne	23C Congressional Circle	Reading	PA	19607	2,725	0.2116%
Lewis, Christopher & Nguyen, Rany T.	29005 Pacific Hwy S, Suite A	Federal Way	WA	98003	1,667	0.1295%
Linton, Jack A.	188 Walton Court	Mount Penn	PA	19606	85,184	6.6156%
Linton, Jack A.	188 Walton Court	Mount Penn	PA	19606	7,143	0.5547%
Linton, Jack A.	188 Walton Court	Mount Penn	PA	19606	4,512	0.3504%
Linton, James Paul	11346 Ravensthorpe Way	San Diego	CA	92131	100	0.0078%
Linton, John Michael	1331 Arrowstone	San Antonio	TX	78258	100	0.0078%
Linton, Nancy A.	12853 Camino La Breccia	San Diego	CA	92128	4,511	0.3503%
Linton, Nancy A.	12853 Camino La Breccia	San Diego	CA	92128	2,094	0.1626%
Longenecker, Roger N.	1135 West Leesport Road	Leesport	PA	19533	5,504	0.4275%
Longenecker, Roger N.	1135 West Leesport Road	Leesport	PA	19533	3,118	0.2422%

Longenecker, Roger N. & L. Carole, TEI	1135 West Leesport Road	Leesport	PA	19533	15,413	1.1970%
Longenecker, Roger N. and Carole, TEI	1135 West Leesport Road	Leesport	PA	19533	16,105	1.2508%
MacCallum, Barbara	1933 Gring Drive	Wyomissing	PA	19610	1,362	0.1058%
Mack, Donald	2322 Fargo Street	Los Angeles	CA	90039-3127	4,605	0.3576%
Mann, David E., Sr., and Barbara W., TEI	1410 Independence Drive	West Lawn	PA	19609	9,977	0.7748%
Massey, Harvey L.	610 North Wymore Road	Maitland	FL	32751	81,250	6.3101%
Massey, Harvey L.	610 North Wymore Road	Maitland	FL	32751	15,917	1.2362%
Massey, Harvey L.	610 North Wymore Road	Maitland	FL	32751	4,905	0.3809%
Massey, Harvey L., Pledgor, Meridian Bank	610 North Wymore Road	Maitland	FL	32751	11,840	0.9195%
Mattmiller, George	1053 Madison Avenue, Apt. 3	Reading	PA	19601	14,718	1.1430%
Mid Ohio Securities, Inc., Cust. fbo Nelson Long Roth IR	36 Lake Avenue	Elyria	OH	44035	15,000	1.1649%
Morrow, Catherine Z., Estate of	12 Maple Avenue	Shillington	PA	19607	5,333	0.4142%
Muir, Mary Ethlyn	3 Crab Road	Sequim	WA	98382	2,739	0.2127%
Muir, Mary Ethlyn	3 Crab Road	Sequim	WA	98382	2,725	0.2116%
Muir, Mary Ethlyn	3 Crab Road	Sequim	WA	98382	1,362	0.1058%
Norris, Hugh	1728 Old Olympic Highway	Port Angeles	WA	98382	2,725	0.2116%
Norris, Mark	664 Norris Road	Port Angeles	WA	98382	1,362	0.1058%
Nt Bk Boyerstwn, T'ee, Proserpi Prof. Shg Plan	1906 Philadelphia Avenue	Reading	PA	19607	1,809	0.1405%
Palmer, Jr., Richard M.	9 Quail Ridge Drive	Wyomissing	PA	19610	1,362	0.1058%
Parker, Micheal L., Sr.	22720 S.E. 410th Street	Enumclaw	WA	98022	393,680	30.5743%
Pavloff, George	212 Fort Howell Drive	Hilton Head	SC	29926	6,812	0.5290%
Pavloff, George	212 Fort Howell Drive	Hilton Head	SC	29926	4,565	0.3545%
Pavloff, George	212 Fort Howell Drive	Hilton Head	SC	29926	2,381	0.1849%
Pavloff, Paul	835 Ramos Drive	The Villages	FL	32159-8683	2,725	0.2116%
Pavloff, Paul	835 Ramos Drive	The Villages	FL	32159-8683	2,381	0.1849%
Pavloff, Paul, Pledgor, Meridian Bank	835 Ramos Drive	The Villages	FL	32159-8683	6,577	0.5108%
Pavloff-Bull, Stella	23004 Calvert Street	Woodland Hills	CA	91367	1,362	0.1058%
Pavloff-Bull, Stella, Pledgor, Meridian Bank	23004 Calvert Street	Woodland Hills	CA	91367	3,289	0.2554%
Proserpi, Sergio and Penelope P., TEI	1906 Philadelphia Avenue	Reading	PA	19607	10,194	0.7917%
Rendon, Uriel & Kelly TEI	7633 Oak Lane Road	Cheltenham	PA	19102	11,988	0.9310%
Rivera, Jose	44 Valentine Road	Ivyland	PA	19874	1,667	0.1295%
Rodriguez, Adolpho E.	301 South 7th Avenue	West Reading	PA	19611	1,362	0.1058%
Rotenberg, David A.	1320 Van Steffy Avenue	Wyomissing	PA	19610	3,161	0.2455%
Rotenberg, Jonathan Peter	1320 Van Steffy Avenue	Wyomissing	PA	19610	3,162	0.2456%
Rotenberg, Larry A., UGMA D.A.	1320 Van Steffy Avenue	Wyomissing	PA	19610	121	0.0094%
Rotenberg, Larry A., UGMA D.A. Rotenberg	1320 Van Steffy Avenue	Wyomissing	PA	19610	362	0.0281%
Rotenberg, Leah Beth	1320 Van Steffy Avenue	Wyomissing	PA	19610	3,162	0.2456%
Stoudt, Donald E. and Mary Lu, TEI	801 Sledge Avenue	West Lawn	PA	19609	1,350	0.1048%
STV Reading, Inc.	327 Fort Howell Drive	Hilton Head Island	SC	29926	17,674	1.3726%
STV Reading, Inc.	327 Fort Howell Drive	Hilton Head Island	SC	29926	11,844	0.9198%
The Cohen Group, L.P.	1505 Lorraine Road	Reading	PA	19609	75,397	5.8555%
The Cohen Group, L.P.	1505 Lorraine Road	Reading	PA	19609	42,752	3.3202%
The Cohen Group, L.P.	1505 Lorraine Road	Reading	PA	19609	11,804	0.9167%
The Cohen Group, L.P.	1505 Lorraine Road	Reading	PA	19609	7,143	0.5547%
Tietbohl, Ralph	3051 Van Reed Road	Sinking Spring	PA	19608	1,809	0.1405%
Tietbohl, Ralph H.	3051 Van Reed Road	Sinking Spring	PA	19608	12,874	0.9998%
vanRoden, Joanne D.	1200 Old Mill Lane	Wyomissing	PA	19610	3,507	0.2724%
Verbinski, Patricia, Estate of Trust, Richard Corroon, T	Allfirst Trust, P.O. Box 15210	Reading	PA	19612-5210	11,440	0.8885%
Weyandt, Christine	3209 Noble Street	Laureldale	PA	19605	3,250	0.2524%
Williamson, Lynn and Barbara	30 Daniel Drive	Mohrsville	PA	19541	6,500	0.5048%
Wilmoth, Ann Deborah	2722 Timbercreek Drive	Bryant	AR	72022	100	0.0078%

1,287,619 100.0000%

LIST OF CREDITORS WITH INTEREST IN CASH COLLATERAL

HLM Communications, LLC
610 North Wymore Road
Maitland, FL 32751

STATEMENT OF AUTHORITY TO INITIATE BANKRUPTCY CASE

I, Micheal L. Parker, Sr., President of Reading Broadcasting, Inc. ("Corporation"), hereby declare, under penalty of perjury that, on September 28, 2005, the following resolutions were duly adopted by the Corporation:

WHEREAS, the directors of the Corporation previously discussed and determined that it is in the best interest of the Corporation, its creditors and other interested persons that the Corporation file a petition for reorganization under Chapter 11 of the Bankruptcy Code;

WHEREAS, it is within the power of the directors to file a petition for reorganization under Chapter 11 of the Bankruptcy Code without the consent of the shareholders under Section 1903 of the PBCL;

WHEREAS, although their consent is not required, a majority of the shareholders of the Corporation have indicated to the directors that they believe it to be in the best interests of the Corporation, its creditors and other interested persons that the Corporation file a petition for reorganization under Chapter 11 of the Bankruptcy Code;

RESOLVED, that the Corporation file a petition for reorganization under Chapter 11 of the Bankruptcy Code (the "Bankruptcy Case");

FURTHER RESOLVED, that Micheal L. Parker, Sr. be, and hereby is, authorized, on behalf of the Corporation, to execute and file such documents as are necessary to effect the filing and prosecution of the Bankruptcy Case;

FURTHER RESOLVED, that the Corporation be, and hereby is, authorized to retain the law firm of Frederick L. Reigle, P.C. to represent it in the Bankruptcy Case.

October 6, 2005

/s/ Micheal L. Parker, Sr.
MICHEAL L. PARKER, SR.
President